

Exhibit 4

WYCKOFF HEIGHTS MEDICAL CENTER

BOARD OF TRUSTEES MEETING

JUNE 5, 2008

MINUTES

PRESENT:

Emil Rucigay, Esq. - Chairman
Vincent Arcuri
Andrew Boisselle
Frank Chiarello
John Cook, Jr., Esq.
Vito J. D'Alessandro, M.D.
Adam Figueroa
Rajiv Garg
Nirmal Mattoo, M.D. - President & C.E.O.
Fred T. Haller, III, Esq.
Wah-chung Hsu
Harold McDonald
Edmondo Modica, M.D.
A.C. Rao, M.D.
John Rucigay, Esq.
Albert Wiltshire

EXCUSED:

Victoria Cook, Esq.
Gladys Rodriguez
Gary Goffner
Herman Hochberg

ADMINISTRATION:

Tom Singleton - C.R.O.
Richard Jones - Corporate CFO
Bushan Khashu, M.D. - Medical Director
Karen Carey - V.P. Regulatory Services
William F. Green - Evening Administrator
Sharon Tietze - V.P. - Physician Services
E.K. Freiberg, D.O. - V.P. Medical Education
Fred Eisgrub - V.P. - Human Resources

INVITED GUESTS:

Calogero Tumminello, M.D. - President-Medical Staff Society
Claire Mullally, Esq. - Legal Counsel
Steve Nathan - FTI Cambio
Richard Brock
Edward Dowling

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Mr. Rucigay called the meeting to order at 4 p.m.

APPROVAL OF THE MINUTES OF THE PREVIOUS MEETING:

ON A MOTION PROPERLY MADE BY MR. HALLER, SECONDED BY MR. COOK, ALL IN FAVOR, THE MINUTES OF THE MEETING OF MAY 1, 2008 WERE APPROVED BY THE BOARD OF TRUSTEES.

FIRE AND SAFETY EDUCATION:

Mr. Raymond Watson provided the Board of Trustees with Fire and Safety in-service to include the following:

Types of Alarms

RACE (Rescue, Alarm, Confine, Extinguish).

PASS – (Pull, Aim, Squeeze the handle, Sweep side to side at the base of the fire.)

Evacuation – Horizontal, Vertical, Smoke Compartment, Two sets of fire doors.

Review of the codes –

Code 99 – confirmed fire – dial extension 44.

Fire Location Charts

Pull Stations

MSDS – Right to know law – how to locate.

Code – Pink

Code – Amber

Code – Yellow

Code – Orange

Decontamination Tents – located at the ambulance loading dock.

Location of the Command Center – Doctors' Lounge.

Mr. Rucigay thanked Mr. Watson for his report.

COMPETENCY ASSESSMENT REPORT:

Mr. Fred Eisgrub presented the 2007 report of employee competency assessment to include the following:

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Staffing Effectiveness
Staff Education
Labor Relations Summary
Unemployment and Workers' Comp.
Performance and Competency
Employment
Recruitment
Recruitment Approach

Copies of this report were provided to each of the Board Members for their review and are part of the Board packages.

Mr. Eisgrub stated that in terms of the recent D.O.H. survey,

Mr. Rucigay thanked Mr. Eisgrub for his report.

ELECTION OF OFFICERS:

Ms. Claire Mullally presented for approval the following list of Officers for the Board of Trustees for the time period June 2008 – June 2009:

Emil Rucigay, Esq. – Chairman
John Cook, Jr., Esq. – Vice Chairman
Fred T. Haller, Esq. – Secretary
Wah-chung Hsu – Treasurer

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. FIGUEROA, SECONDED BY MR. GARG, ALL IN FAVOR, THE ABOVE SLATE WAS APPROVED BY THE BOARD OF TRUSTEES.

Ms. Mullally presented the following slates of Board of Trustees:

SLATE I – TERM JUNE 2007 – JUNE 2012

Arcuri, Vincent
Cook, John H., Jr., Esq.
Figueroa, Adam
Haller, Fred T., III, Esq.

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SLATE II – TERM JUNE 2008 – JUNE 2013

Hochberg, Herman
McDonald, Harold
Modica, Edmondo, M.D.
Rodriguez, Gladys
Rucigay, John, Esq.
Chiarello, Frank
Garg, Rajiv
Goffner, Gary
Wiltshire, Albert

SLATE III – TERM JUNE 2009 – 2014

Boisselle, Andrew
Cook, Victoria, Esq.
Hsu, Wah-chung
D'Alessandro, Vito J., M.D.
Rao, A.C., M.D.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. HALLER, SECONDED BY MR. COOK, ALL IN FAVOR, THE ABOVE SLATES WERE APPROVED BY THE BOARD OF TRUSTEES.

Mr. Rucigay reminded Ms. Mullally that each Board of Trustee Member should be provided with a copy of the Officers and Directors insurance coverage. In addition, each Board Member should be provided with a copy of the Bylaws.

Mr. Arcuri mentioned that will be working with Ms. Mullally to clarify the insurance situation for all three Boards.

Mr. Rucigay thanked Ms. Mullally for her report.

REPORT OF THE CHIEF RESTRUCTURING OFFICER:

Mr. Singleton announced that Caritas received full accreditation from the Joint Commission. There were thirteen RFI's, many of which were basic issues and are now being resolved.

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Caritas received an additional four and a half million dollar loan from the New York State Department of Health. Mr. Singleton stated that it was significantly less than what was requested and what is needed. He went on to say that we will submit another loan request within a few weeks.

Mr. Rucigay stated that there are a number of healthcare systems that have expressed interest in assuming sponsorship of Caritas. Mr. Singleton is representing Caritas during this process. Two interested parties are North Shore LIJ and Parkway Hospital. North Shore LIJ is expected to submit a formal written proposal next Tuesday. Parkway is expected to submit a written proposal next week as well.

In addition to that, Mr. Rucigay stated that David Rosen, CEO of Medysis, which is a three hospital system consisting of Jamaica Hospital, Flushing Hospital and Brookdale Hospital, has submitted a proposal to merge the Medysis System with the BQHC System. Parkway Hospital has expressed an interest in being a member of this new hospital system. Mr. Rucigay went on to say that the BQHC Board of Trustees is reviewing each proposal.

Mr. Singleton added that North Shore LIJ has pretty much completed their due diligence and is expected to present a proposal next Tuesday. The proposal will then be presented to the BQHC and Caritas Boards. He commented that the process is moving along in a fairly timely manner.

Mr. Singleton reported that Dr. Tchelebi has taken over management of the Radiation Oncology Department at both Mary Immaculate and St. John's Hospitals.

The Neonatal transport between St. John's Hospital and Wyckoff Heights Medical Center began last week. Mr. Singleton stated that a new Neonatologist is expected to commence work on July 1st. At that time, twenty four hour transport will begin.

Mr. Rucigay thanked Mr. Singleton for his report.

REPORT OF THE PRESIDENT AND CEO:

Dr. Mattoo presented the President's Letter. (Appended to the Board packages.)
Highlights are as follows:

Dr. Mattoo reported that construction for the replacement of the CT scanner is underway. The timeline for completion is six to eight weeks. Nuclear Medicine equipment will be upgraded to a dual head camera which will reduce the time to do the test. Pictures will

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greatly improve. Final drawings have been submitted to the physicist and Philips which is the manufacturer of the new equipment.

Wyckoff's chemistry track equipment has been upgraded with four new instruments which will improve turn around times and add greater flexibility. Dr. Mattoo reported that the Laboratory underwent a New York State Department of Health inspection in March with minor recommendations.

Dr. Mattoo mentioned the Joint Commission Survey which was held during the week of March 17th. The Hospital achieved full accreditation with minor corrective actions. The corrective action plans was completed and submitted to the Joint Commission on May 5, 2008.

Through the Global Scholarship Alliance program, thirty six Wyckoff nurses received their Master's Degrees from Long Island University in May. Dr. Mattoo reported that many of these nurses are now on a full time work schedule at Wyckoff.

Dr. Mattoo reported that in July 2007 the LaMarca Family Center received approval from the New York State Department of Health to use web cam technology for real time consultation services between LaMarca, Wyckoff's Departments of Social Services, Food and Nutrition and Women's Health Center. Installation of the web cam at the Women's Health Center, which will be completed by May 30, 2008, will enable the LaMarca Center to provide PCAP services to pregnant women and receive an enhanced reimbursement rate for prenatal care.

Dr. Mattoo reported that since the inception of Wyckoff's Patient Flow Committee in March of 2008, the hospital's Emergency Medicine Department has seen improvement in patient through put times and overcrowding. Reductions in EMS diversion times, wait times, and patient through put time were noted in April and May 2008 compared to the first quarter of 2008.

Dr. Mattoo reported that in the first quarter of 2008, Wyckoff's ambulance service was upgraded from providing Basic Life Support to providing Advanced Life Support. Wyckoff can now transport more complex cases such as neonates, ICU and vent patients. Wyckoff's 911 ambulances have averaged 340 transports per month for the first quarter of 2008. The private transport ambulance transported 300 patients during the first quarter of 2008.

Dr. Mattoo urged the Board of Trustees to read the report in its entirety at their leisure. He stated that he will be available to answer any questions the Board Members may have regarding the report.

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Mr. Rucigay thanked Dr. Mattoo for his report.

TREASURER'S REPORT:

Mr. Hsu reviewed the Financial Statements for Wyckoff Heights Medical Center. As of April 30, 2008, the Balance Sheet shows operating cash in a weak position but vendor payables improved from December 2007. Net Accounts Receivable has increased slightly and Due from Caritas is a receivable of \$14.5 million.

The Statement of Operations for April 2008 shows a loss from operations of (\$768,826) versus a budgeted loss of (\$66,152). The loss is attributable to below budgeted inpatient volume and to the accelerated recognition of multiple year severance costs in 2008 in the Salaries and Wages expense and the related Benefits expenses. Another factor for the loss is the use of agency nurses above the budgeted levels.

Financial Ratios and Volume Statistics were also reviewed.

Mr. Hsu next discussed the delays in finalizing the audit of the 2007 Financial Statements related to the valuation of Wyckoff's patient account receivable. Since historical collection percentages are used to forecast future collections, the difficulties encountered with the implementation of Meditech has made this valuation difficult for the accounts receivable balance as of December 2007. The deadline extension Wyckoff received from New York State to file the institutional cost report is July 31, 2008 and is expected to be met.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. COOK, SECONDED BY MR. HALLER, ALL IN FAVOR, THE FINANCIAL REPORT WAS APPROVED BY THE BOARD OF TRUSTEES.

PROFESSIONAL RELATIONS:

**ORGANIZATIONAL PERFORMANCE EVALUATION COMMITTEE (OPEC):
(APPENDED TO THE BOARD PACKAGES)**

Ms. Carey presented the OPEC report for the time period January – March 2008. She stated that Dr. Mattoo touched on many of the Performance Improvement measures that are included in the report.

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Ms. Carey stated that for the last eighteen years Wyckoff has been dually accredited by both the Joint Commission and the AOA. She went on to say that the OPEC Committee members have been discussing the issue of continuation of accreditation by the A.O.A. The matter was debated and a decision was not reached at that forum. She mentioned that overtime is required prior to accreditation as well as accreditation fees to the agencies that survey the Hospital. In addition to that, the Hospital must pay the expenses of the surveyors to include hotels and meals. Ms. Carey stated that since we are fully accredited by the Joint Commission and we have the CMS validation survey we would be expecting the AOA survey in August. Dr. Freiberg recommended that we reach out to the AOA Director and ask him to consider accepting the findings of the Joint Commission and the CMS validation and give Wyckoff the AOA accreditation.

Ms. Carey asked for the approval of the Board of Trustees to reach out to the AOA Director.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. COOK, SECONDED BY MR. HALLER, ALL IN FAVOR, THE RECOMMENDATION TO REACH OUT TO THE AOA DIRECTOR WAS APPROVED BY THE BOARD OF TRUSTEES.

Discussion ensued whereby the Board Members presented their opinions and suggestions regarding this matter. Dr. Mattoo stated that it would not impact our AOA Residency Programs. Dr. Rao expressed the importance of having AOA accreditation.

Ms. Carey made the following motion:

Ms. Carey requested approval for to contact the AOA Director, George Reuther, to request that the findings of the Joint Commission and the CMS Validation Survey be accepted and we be given our AOA accreditation.

The motion was again approved by the Board of Trustees with one abstention.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. ARCURI, SECONDED BY MR. COOK, ALL IN FAVOR, THE REPORT OF THE OPEC COMMITTEE WAS APPROVED TO INCLUDE THE ACTIONS/RECOMMENDATIONS OF THE COMMITTEE.

QUALITY MANAGEMENT/PATIENT SAFETY COMMITTEE:

Dr. Khashu presented the report of the Quality Management/Patient Safety Committee. He mentioned several P.I. Projects that are currently in place.

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Corrective actions are on-going with respect to the recent CMS Survey.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY DR. RAO, SECONDED BY MR. FIGUEROA, ALL IN FAVOR, THE REPORT OF THE QUALITY MANAGEMENT/PATIENT SAFETY COMMITTEE WAS APPROVED TO INCLUDE THE ACTIONS/RECOMMENDATIONS OF THE COMMITTEE.

MEDICAL BOARD REPORT:

Dr. Thelmo presented the Executive Summary of the Medical Board Meetings of March 18, April 15 and May 20, 2008.

MARCH 18, 2008

1. **Clinical Department Reports** – The Chairmen of the following clinical departments have submitted reports and are in compliance with Quality Management and Medical Board's quarterly reporting schedule:

Medicine
Ob/Gyn
Dental Medicine

2. **Committee Reports** – The following Medical Board Committees have submitted reports and are compliant with the Quality Management and Medical Board's quarterly reporting schedule:

Credentials Committee
Continuing Medical Education Committee
Environment of Care Committee
Health Information Management Committee
Research/Grants Committee
Information Technology Committee
Quality Management & Patient Safety Committee
Utilization Management Committee

APRIL 15, 2008:

1. **Clinical Department Reports** – The Chairmen of the following clinical departments have submitted reports and are in compliance with Quality Management and Medical Board's quarterly reporting schedule:

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Anesthesiology
Radiology
Family, Community & Preventive Medicine
Surgery

2. **Committee Reports** – The following Medical Board Committees have submitted reports and are compliant with the Quality Management and Medical Board's quarterly reporting schedule:

Ambulatory Services Committee
Cancer Committee
Credentials Committee
Critical Care Committee
Bio-Ethics Committee
Institutional Review Board Committee
Graduate Medical Education Committee
Quality Management & Patient Safety Committee

MAY 20, 2008:

1. **Clinical Department Reports** – The Chairmen of the following clinical departments have submitted reports and are in compliance with Quality Management and Medical Board's quarterly reporting schedule:

Emergency Medicine
Pathology
Pediatrics
Radiation Oncology

2. **Committee Reports** – The following Medical Board Committees have submitted reports and are compliant with the Quality Management and Medical Board's quarterly reporting schedule:

Credentials Committee
Infection Control Committee
Pharmacy & Therapeutics Committee
Peri-Operative Services Committee
Quality Management & Patient Safety Committee

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3. Credentials Report (Please refer to the report of May 20, 2008).

The Medical Board approved the report and requests the approval of the Board of Trustees.

A Search Committee was formed for the purpose of selecting a Chairman of Family, Community and Preventive Medicine. There were four candidates and it was the consensus of the Committee that Dr. Farideh Zonouzi had the best qualifications and was selected for the position.

The Board of Trustees approved the appointment of Dr. Zonouzi and congratulated her on her appointment.

ACTION/RECOMMENDATION: ON A MOTION PROPERLY MADE BY MR. ARCURI, SECONDED BY MR. HALLER, ALL IN FAVOR, THE CREDENTIALS REPORT OF MAY 20, 2008 WERE APPROVED BY THE MEDICAL BOARD TO INCLUDE THE LIST OF REAPPOINTMENTS.

GRADUATE MEDICAL EDUCATION REPORT:

Dr. Freiberg presented the Graduate Medical Education report. (Appended to the Board Packages.) Highlights are as follows:

Dr. Freiberg announced that the Graduation for Wyckoff residents will be held on Saturday, June 19, 2008 at the North Hills Country Club. There will be approximately 50-60 graduates. He went on to say that the format will be a little different this year, as the graduates will speak to the group and announce just where they will be going following graduation.

Dr. Freiberg announced that the ACOOG reviewed the residency training program in February. A recent report from the AOA PTRC gave the program three years of continuing approval. A citation has been noted and will be reviewed by Medical Education with the department for corrective action. He stated that this year's recruitment effort was highly successful with all three certified positions matched for the coming academic year.

Dr. Freiberg stated that the Medical Library continues to upgrade its equipment through operational budgets and recent monies received from grants. Medical Education has increased its subscription to online journals and titles to accommodate the growing patronage for electronic formats.

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The staff continues to extend consultation service and assistance to all library patrons.

Mr. Rucigay thanked Dr. Freiberg for his report.

OLD BUSINESS:

Dr. D'Alessandro questioned the status of the Certificate of Occupancy. Mr. Arcuri stated that he is in the process of reaching out to the consultant. Mr. McDonald added that the documents are available and we have agreed on the terms of their proposal. That process is moving forward.

NEW BUSINESS:

Mr. Rucigay advised the Board of Trustees that meetings may be called during the summer in the event that a decision must be made regarding an acquisition.

Mr. Rucigay advised the new Board Members are to get their badges from the Human Resources Department located on Stanhope St. across the street from the Emergency Department.

Mr. Rucigay advised the Board Members that he attended a Community Council Meeting last evening where it was pointed out by community members that the E.D. has improved.

ADJOURNMENT:

THERE BEING NO FURTHER BUSINESS TO DISCUSS, ON A MOTION PROPERLY MADE BY MR. ARCURI, SECONDED BY MR. FIGUEROA, ALL IN FAVOR THE MEETING ADJOURNED AT 5:45 P.M.

RESPECTFULLY SUBMITTED:

APPROVED BY:

**PATRICIA MILLSPAUGH
EXECUTIVE SECRETARY**

**EMIL RUCIGAY, ESQ.
CHAIRMAN**

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